



THE UNITED STATES
CORPORATION
COMPANY

A96000000909

ACCOUNT NO. : 072100000032

REFERENCE : 954256 7142564

AUTHORIZATION : ..

COST LIMIT : \$ PPD

ORDER DATE : September 8, 1998

ORDER TIME : 2:06 PM

ORDER NO. : 954256-005

CUSTOMER NO: 7142564

CUSTOMER: Mr. Nick Roknich Iii
Roknich & Gibson
Suite 901
1800 Second Street
Sarasota, FL 34236

100002634391--2
-09/09/98--01001--024
*****17.50 *****17.50

100002634391--2
-09/09/98--01001--023
*****35.00 *****35.00

DOMESTIC AMENDMENT FILING

NAME: TOWNS END SHORES DEVELOPMENT,
LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -8 PM 4:14

RECEIVED
98 SEP -8 PM 3:28
DIVISION OF CORPORATION

31
9/8/98

CERTIFICATE OF AMENDMENT TO THE
CERTIFICATE OF LIMITED PARTNERSHIP OF
TOWNS END SHORES DEVELOPMENT, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -8 PM 4:14

Pursuant to Florida Statutes Section 620.109, the Certificate of Limited Partnership of TOWNS END SHORES DEVELOPMENT, LTD. is hereby amended as follows:

1. The name of the limited partnership is: TOWNS END SHORES DEVELOPMENT, LTD., a Florida limited partnership.
2. The date of filing the certificate of limited partnership is: May 13, 1996.
3. A new general partner is hereby admitted and Paragraph 4 of the Certificate of Limited Partnership is amended as follows:

The name and business address of the three general partners are as follows:

Construction Team Management, Inc.
Bruce O. Fast
8584 Woodbriar Drive
Sarasota, Florida 34238


Oak Shores Development Corporation
Devon Drew Shepard
2831 Ringling Boulevard
Sarasota, Florida 34237

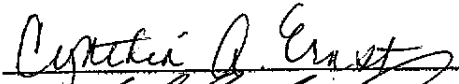

Shepherd Investments, Inc.
David M. Shepherd
860 Hudson Avenue
Sarasota, Florida 34236

IN WITNESS WHEREOF, the parties hereto have set their hands
this 28th day of OCTOBER, 1996.

GENERAL PARTNERS:


CONSTRUCTION TEAM MANAGEMENT,
INC., a Florida corporation


By: Bruce O. Fast
As Its President

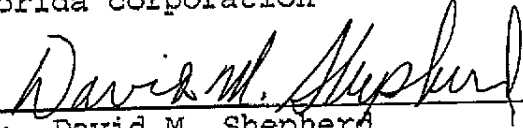



FILED
SECRETARY OF STATE
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98 SEP -8 PM 4: 14

OAK SHORES DEVELOPMENT
CORPORATION, a Florida
corporation


By: Devon Drew Shepherd
As Its President

SHEPHERD INVESTMENTS, INC., a
Florida corporation


By: David M. Shepherd
As Its President

